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ARIZONA CORPORATION COMMISSION  
DOCKET CONTROL

**BEFORE THE ARIZONA CORPORATION COMMISSION**

In the matter of:

**OUT OF THE BLUE PROCESSORS, LLC**, an  
Arizona limited liability company, d/b/a Out of  
the Blue Processors II, LLC;

and

**MARK STEINER and SHELLY STEINER**,  
husband and wife.

Respondents.

Docket No. S-20837A-12-0061

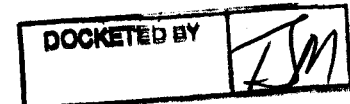
**RESPONDENT'S MOTION TO VACATE  
PRE-HEARING CONFERENCE  
SCHEDULED FOR JANUARY 10, 2013  
AT 10:00 A.M.**

(ASSIGNED TO: HON. MARC E. STERN,  
ADMINISTRATIVE LAW JUDGE

Arizona Corporation Commission

**DOCKETED**

**JAN 08 2013**



Respondents, Out of the Blue Processors, LLC. and Mark Steiner MOVE for an Order vacating the hearing at present scheduled for January 10, 2013 at 10:00 a.m. and rescheduling the same on a date convenient for the Commission and the Hearing Officer on or after January 29, 2013. In support of their motion, Respondents, by counsel, show:

Respondent Mark Steiner is at present out of the country for meetings in China and possibly in Nigeria and Ecuador as well. His itinerary is not within his control and Counsel does not expect he will return before January 22, 2013. Counsel has conflicts on January 24 and 25, 2013.

1 Counsel is aware that this matter has been pending for a long time. Projects of the size of  
2 the Kogi State, Nigeria, 1,200 MW coal fired power plant (estimated project cost of \$1.5 billion  
3 USD) (with governmental guaranties) are complicated and take substantial time to complete.  
4 Business consultants are not paid until the initial closing and the funding of at least the first  
5 tranche of financing. Since those events are in the hands of others, the timing of Mr. Steiner's  
6 travels is totally out of his control. In addition to the Nigeria project, there are several other  
7 projects at various stages of completion and urgency to the African governments involved as well  
8 as a project in Ecuador which has come together quite rapidly recently. Mr. Steiner's role, on  
9 which his compensation and the monies to be paid to the Out of the Blue Processors' investors  
10 depends, is to keep all those projects moving toward a closing of an Equipment Purchase  
11 Contract (or comparable documentation appropriate to the transaction involved) on which  
12 financing depends, including attending all significant meetings in the several countries involved to  
13 facilitate the discussions and assist in the resolution of issues.  
14

15  
16 Respondent Steiner had expected to devote substantial time and effort to assisting counsel  
17 to provide the additional documentation demanded by the Commission's current subpoena  
18 following return from his travel commitments during December 2012. Counsel could not be  
19 available to Respondent Steiner, however, due to the final days and the passing of his Mother-in-  
20 Law during the two weeks preceding Christmas and conflicting plans prior to the New Year. The  
21 dates for the meetings in China were not scheduled until after Christmas and Mr. Steiner had to  
22 leave to leave for China on December 30 or 31, based on available flights.  
23

24 The meetings in China are, among other things, expected to produce a formal signing of the  
25 Equipment Purchase Contract (EPC), which was initialed by the parties just before Thanksgiving,  
for the Kogi State, Nigeria, project. The project was presented to the Chinese banking authorities

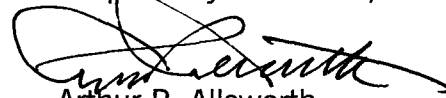
1 when the EPC was initialed and had received preliminary approvals prior to that. For those  
2 reasons, final approval and initial funding are believed to be imminent, but Mr. Steiner has no  
3 control over that. It is hoped that initial funding will occur during January 2013.

4 Counsel has an oral argument before the Bankruptcy Appellate Panel for the Ninth Circuit  
5 on January 25 and will devote January 24 to preparing for it. It is unlikely that Mr. Steiner will  
6 return prior to January 21 and he and counsel will require several days to complete preparations  
7 for the pre-hearing conference and to complete appropriate responses to the Commission's  
8 subpoena.  
9

10 This Motion to Vacate and continue the pre-hearing conference is, accordingly, reasonable  
11 under the unusual circumstances discussed above.

12 DATED: January 3, 2013.

13 Respectfully submitted,

14 

15 Arthur P. Allsworth  
16 Attorney for Out of the Blue Processors LLC  
and Mark Steiner

17 Original filed BY HAND DELIVERY on  
18 January 3, 2013, to:

19 Docket Control, Arizona Corporation Commission  
20 1200 West Washington  
21 Phoenix AZ 85007

22 Copy served by email, on the above date,  
23 addressed as follows:

24 Paul Huynh, Esquire at  
25 at PHUYNH@AZCC.GOV

